

August 8, 2005

Honorable James H. Welsh
Commissioner of Conservation
Department of Natural Resources
Office of Conservation
P. O. Box 94275
Baton Rouge, Louisiana 70804-9275

RE: Substitute Unit Well
Exceptional Location
Stratigraphic Interval
BASKINTON FIELD
Franklin Parish, Louisiana

Dear Sir:

Application is hereby made on behalf of Headington Oil Company, L.P. for the calling of a public hearing, after ten (10) days legal notice, to consider evidence relative to the issuance of an order pertaining to the following matters relating to the Stratigraphic Interval, located in the Baskinton Field, Franklin Parish, Louisiana, created by Office of Conservation Order No. 362, effective January 1, 1957.

1. To designate the Headington Oil Company, L.P. - J. E. Holt D No. 42 Well located in Section 28, Township 16 North, Range 8 East, in the Baskinton Field, Franklin Parish, Louisiana, as a substitute unit well at an exceptional location for the STRAT RA SUA.
2. To consider such other matters as may be pertinent to this application.

The present unit well, the Headington Oil Company, L.P. - J.E. Holt D No. 41 Well (S.N. 228016) was recently drilled and was unsuccessful in the Stratigraphic Interval. The designation of the J. E. Holt D No. 42 Well, as a substitute unit well, is therefore necessary and in the interest of conservation to efficiently and economically drain a portion of the ±40 Acre STRAT RA SUA which cannot be efficiently and economically drained by any existing well within such unit.

The Stratigraphic Interval in the Baskinton Field, Franklin Parish, Louisiana, was previously defined in Office of Conservation Order No. 362 effective January 1, 1957.

There is attached hereto and made a part hereof a plat outlining the STRAT RA SUA, the original unit well, the present unit well, the present alternate unit well and the proposed substitute unit well. Pursuant to the Revised Rules of Procedure, a list of names and addresses of the Interested Owners, Interested Parties and Represented Parties to whom this application is being sent is being furnished only to the Commissioner of Conservation and to the District Manager of the Monroe District of the Office of Conservation. However, the list will be provided to any party requesting a copy. A diligent effort was made to ascertain the names and addresses of all Interested Owners, Interested Parties and Represented Parties as required by the Revised Rules of Procedure.

Finally there is enclosed our check on behalf of the applicant, Headington Oil Company, L.P., in the sum of \$755.00 payable to the Office of Conservation and representing the required hearing application fee.

Sincerely,

LEON E. COMEAUX & ASSOCIATES



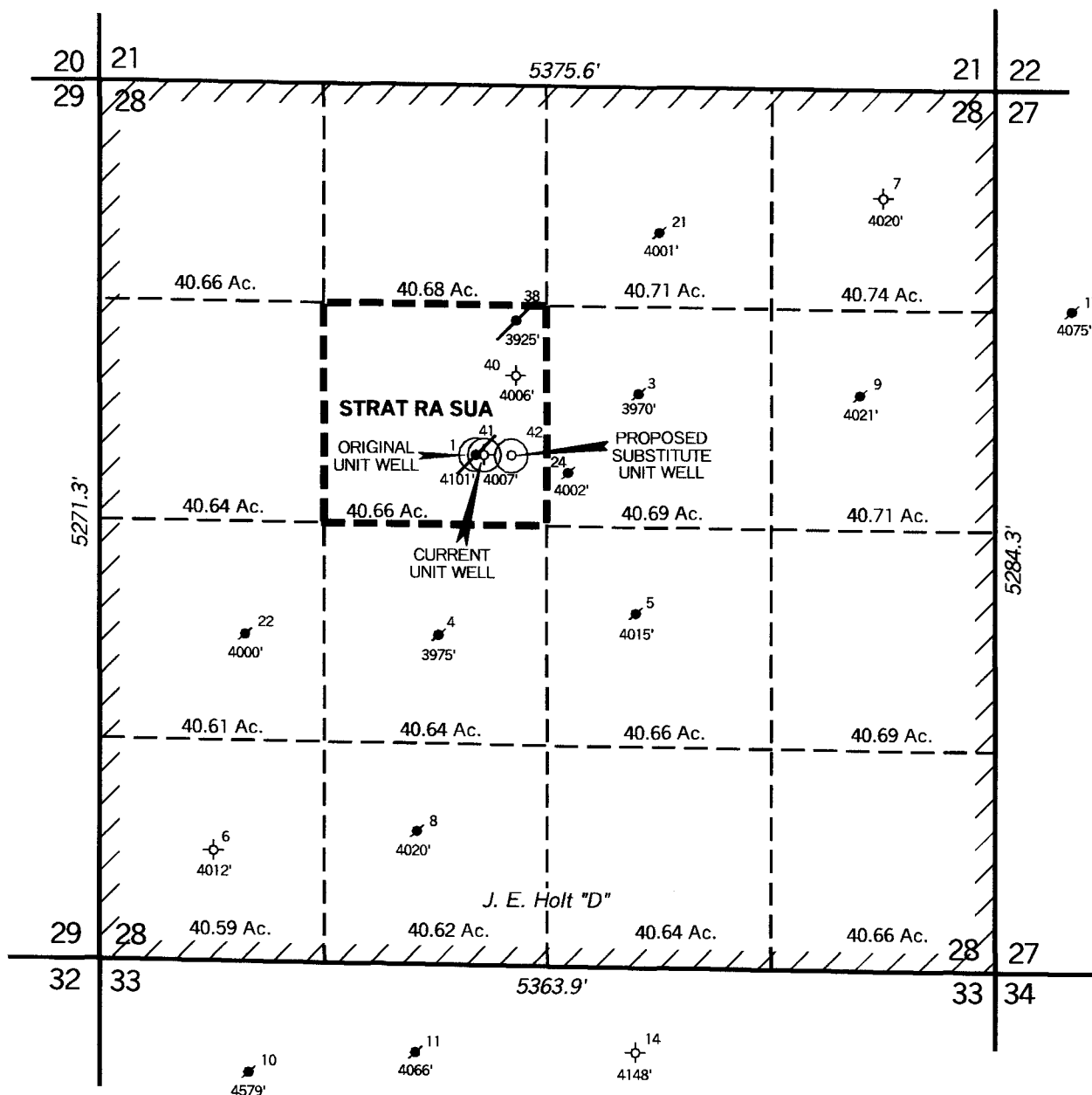
Bill McAlister

BM/cu
Enclosures

cc: Mr. Clarence Chandler
District Manager
Office of Conservation
P. O. Drawer 1651
Monroe, Louisiana 71201

Interested Parties, Interested
Owners and Represented Parties

T
16
N



Order No. 362
Effective 1-1-57

DOCKET NO.

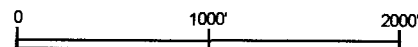


HEADINGTON
OIL COMPANY, L.P.

BASKINTON FIELD
FRANKLIN PARISH, LOUISIANA

PROPOSED SUBSTITUTE UNIT WELL STRATIGRAPHIC INTERVAL

Witness: William S. McAlistar, Jr.



DATE:

LEON E. COMEAUX & ASSOC. GEOLOGISTS